

# **CALIFORNIA EXPOSITION & STATE FAIR**

Minutes of the Board of Directors Regular Meeting

Held Pursuant to Due Notice  
Friday, March 25, 2011

California Exposition & State Fair  
Administration Building Boardroom  
1600 Exposition Boulevard  
Sacramento, CA 95815

**Directors Present**

Director Corny Gallagher, Chair  
Director Rick Stacey, Vice Chair  
Director Steve Beneto  
Director Sonney Chong  
Director Richard Cuneo  
Director Richard Engel  
Director Rex Hime  
Director Marko Mlikotin  
Director Kathy Nakase  
Director Amparo Pérez-Lemus

**Directors Absent**

Director Cynthia Bryant

**Ex Officio Members Absent**

Assembly Member Roger Dickinson  
Senator Darrell Steinberg

**Staff Present**

Norbert J. Bartosik, General Manager/CEO (GM)  
Brian A. May, Deputy General Manager (DGM)  
David Elliott, Assistant General Manager, Racing (AGM)  
Dana McIlwain, Assistant General Manager, Chief Financial Officer (AGM)  
Robert Craft, Chief of Police  
Marcia Shell, Admissions, Parking & RV Park Manager  
Susan Vellutini, Human Resources Manager  
Jan Risso, Contracts Manager  
Joan Evans, Interim Marketing Manager (IMM)  
Greg Kinder, Exhibits Supervisor  
Brian Honebein, Sponsorship Sales  
Paul Gillingham, Entertainment Coordinator  
Pamela Fyock, Commercial/Concessions Support  
Randy Brink, Cal Expo Volunteer  
Linda Contreras, Recording Secretary

**Others Present\***

Cortez Quinn, Representative for Assembly Member Roger Dickinson

Eloise Morales, Festival De La Familia

Jane Einhorn, Runyon Saltzman & Einhorn

Courtney Pasqual, Runyon Saltzman & Einhorn

Cristin Wagoner, Runyon Saltzman & Einhorn

Ken Allred, Gerry Kamilos LLC

Alan Horowitz, California Harness Horsemen Association

Mona Foster, Cultural Advisory Council

\*May not include all others present in the room or arriving late.

## **1. CALL TO ORDER**

The meeting was called to order by Chair Gallagher at 12:30 p.m.

## **2. PLEDGE OF ALLEGIANCE**

Chair Gallagher lead the Board, Staff and Guests in the Pledge of Allegiance.

Chair Gallagher read the Mission Statement and the Policy Statement.

## **3. ROLL CALL AND DIRECTORS ABSENT**

Roll call was taken by GM Bartosik and a quorum was present. Director Bryant was not present and had asked to be excused.

### **Motion:**

It was moved by Director Nakase and seconded by Director Hime to excuse the absence of Director Bryant. **All in favor, motion carried.**

## **4. INTRODUCTION OF GUESTS & STAFF**

Introduction of Guests and Staff were made around the room.

## **5. PRESENTATIONS**

- a. Presentation by the Board Chair to Amy Coleman-Casias, AGM, Special Projects on Recognition of the Years of Service with Cal Expo

AGM Coleman-Casias was unable to attend today and the presentation will be rescheduled to the April meeting.

- b. Presentation to the Board by Susie Cano Guzman with Festival De La Familia

Eloise Morales thanked the Board for being a partner in Festival De La Familia and highlighted some of the great programs planned for the 20<sup>th</sup> Annual Festival De La Familia on Sunday, April 3, 2011.

- c. Presentation by Runyon Saltzman & Einhorn to Present the Radio Commercials, "Refined" Outdoor Advertising and Preliminary Print Ads

Director Mlikotin arrived at 12:42 p.m.

Runyon Saltzman & Einhorn team presented the 2011 State Fair Ad Campaign.

Director Mlikotin asked that pre-sale ticket promotions highlight the savings the customer receives by buying in advance. Board Members agreed.

Directors Mlikotin and Stacey expressed a desire that TV scenes promoting agriculture should be shot at an agricultural location or the appearance of an agricultural location in place of a city street.

## 6. MINUTES OF MEETING

- a. Board Committees & Meeting Minutes of February 25, 2011

### **Motion:**

It was moved by Director Hime and seconded by Director Nakase to approve the Board Committees & Meeting Minutes of February 25, 2011 with a date correction from January 28, 2010 date to 2011. **In favor: Directors Gallagher, Stacey, Beneto, Chong, Cuneo, Engel, Hime, Nakase and Pérez-Lemus. Abstained: Director Mlikotin. Motion carries.**

## 7. COMMITTEE AND STAFF REPORTS

- a. State Fair, Agriculture & Marketing Staff Reports

IMM Evans reviewed her Staff reports included in the Board packet.

IMM Evans reported Staff will be releasing a Press Release on Monday announcing the theme of the 2011 State Fair and the Concert Series Schedule.

IMM Evans reported an online pre-sale opportunity for purchasing 2011 State Fair tickets will be offered to Cal Expo subscribers and Facebook fans on March 30 and 31. The public will be able to purchase tickets beginning on April 1.

Brian Honebein, Sponsorship Sales distributed and reviewed an updated 2011 Sponsorship Revenue Tracking Report to the Board. A copy for review is on file.

Director Engel provided an update on State Fair and Agriculture programs.

Director Engel thanked Directors Hime, Chong, Pérez-Lemus, Gallagher and Nakase for their support in joining him in the purchase of a Gala Sponsorship Program Package for the event on Friday, July 8<sup>th</sup>.

Director Engel reported on the Ag Day at the Capitol event held on Wednesday, March 23<sup>rd</sup> which was a success despite the bad weather.

Director Engel reported Friends of the California State Fair Scholarship deadline was March 11<sup>th</sup>. About 200 applications were received which is up about 10% from last year.

Director Engel reported the Counties Exhibits is up to 31 participants.

Director Engel encouraged the Board to consider participating in the Director's Chef Challenge Cook Off scheduled on Sunday, July 24, 2011 at 4:00 p.m.

Director Nakase commented she had received a call from American Ag Credit and they were trying to determine where to place scholarship monies they had to contribute. Director Nakase suggested someone from the Friends of the Fair contact them to find out if they would consider supporting the Scholarship Program and the Gala.

Chair Gallagher thanked and complimented Director Beneto for his continuous support of Sale of Champions.

Chair Gallagher thanked Director Engel for being the first Board Member to contribute to the 2011 Sale of Champions by issuing a check in the amount of \$350.

b. Operations & Planning Staff Reports

Director Cuneo reviewed the Staff reports included in the Board packet.

c. Horse Racing Committee Reports – Director Beneto

Director Beneto reviewed the Staff reports included in the Board packet.

AGM Elliott distributed an updated *"Horsemens Page for Purses Generated vs Purses Paid"* Report (HR 3). A copy is attached and made part of the record.

There is an error on report HR 1, the figures noted on the Difference line for the Avg. Daily Handle is \$14, 243 and the Commissions is \$239,166.

Director Beneto left at 1:38 p.m.

d. Executive Committee Report – Chair Gallagher

e. Legislative Committee Report – Director Hime

Director Hime reported on Legislative Consultant's Norm Towne's summary of AB 1204. The bill parallels the legislative goals of the Board.

Chair Gallagher reported on some interaction he and Director Nakase had with Governor Brown.

Director Nakase told the Governor that Cal Expo is looking for legislative fixes and the Governor acknowledged he is aware of Cal Expo's needs.

Chair Gallagher introduced himself to the Governor and the Governor responded, "We need to fix Cal Expo".

## 8. FINANCIAL REPORTS

- a. Contracts/Purchases Requiring Board Approval
- b. Contract/Purchases Requiring Board Notification

Vice Chair Stacey reviewed the Staff reports included in the Board packet.

### Motion:

It was moved by Director Hime and seconded by Director Cuneo to approve the Contracts/Purchases Requiring Board Approval. **All in favor, motion carried.**

## 9. CONSENT CALENDAR

- a. Review for Approval Staff Recommendations of the Updated Members and Committee Lists for the 2011 Agricultural Advisory Council
- b. Review for Board Approval Staff Recommendation of the 2011 Agriculturalist of the Year Recipient
- c. Review for Board Approval Staff Recommendation of the 2011 Golden Bear Award Recipient
- d. Review for Board Approval Staff Recommendation of the 2011 Lifetime Achievement Award Recipient
- e. Review for Board Approval Staff Recommendation of the 2011 Agricultural Progress Award Recipient
- f. Review for Board Approval Staff Recommendation of the 2011 California Vineyard of the Year Recipient
- g. Review for Board Approval Staff Recommendation of the 2011 California State Fair Rodeo Hall of Fame Recipient

Chair Gallagher reviewed the updated 2011 Agricultural Advisory Council Members List and Committees List included in the Board packet.

GM Bartosik reported 9c and 9e are being pulled from the Agenda and will be brought back next month.

GM Bartosik reported that the recipients for the following categories are:

The 2011 Agriculturalist of the Year Recipient to: **Robert E. Gilbert.**

The 2011 Lifetime Achievement Award Recipients are to: **Cal Poly; University of California, Davis and University of California, Fresno.**

The 2011 California Vineyard of the Year Recipient to: **To Kalon Vineyards**

The 2011 California State Fair Rodeo Hall of Fame Recipient to: **Director Steve Beneto.**

Director Cuneo spoke on behalf of To Kalon Vineyards as a premier vineyard in California.

Director Engel spoke on behalf of Robert E. Gilbert for Agriculturist of the Year. A copy of his biography is attached and made part of the record.

**Motion:**

It was moved by Director Hime and seconded by Director Pérez-Lemus to approve the Consent Calendar 9a; 9b; 9d; 9f and 9g. **All in favor, motion carried.**

Director Mlikotin suggested changing process for selecting the Agriculturist of the Year to nominating three individuals and waiting until the night of the Gala to announce the winner which could possibly increase ticket sales. A suggestion possibly for next year.

**10. CORRESPONDENCE**

- a. Letter from California Department of Food & Agriculture, Division of Fairs & Expositions on the Annual Fair Disbursement Report

The Board had no questions.

**11. UNFINISHED BUSINESS**

- a. None

**12. NEW BUSINESS**

- a. None

**13. MATTERS OF INFORMATION**

- a. Public Comments
- b. Directors' Comments

Director Hime asked that consideration be given to providing lunches that are simpler and reflect foods of the Fair.

Director Mlikotin asked Staff when Andy Plescia will be providing an update on the Cal Expo Renewal Project.

DGM May reported that a preliminary report will be provided to the Board next month from Mr. Plescia with a written report presentation to the Board in June.

Chair Gallagher said he would be asking each Board Member to share their vision for Cal Expo at a meeting following receipt of the final report from Mr. Plescia for the Cal Expo Renewal Project.

c. Manager's Comments

GM Bartosik provided an update to the Board on the 2011 State Fair Concerts.

GM Bartosik reported at last night's Cultural Advisory Council meeting it was announced that the City of Sacramento will be holding their annual Youth Summer Job Fair and Cal Expo will be represented on Saturday, April 2, 2011 at Cesar Chavez Park with over 30 other organizations.

d. Next Board Meeting – **Friday, April 29, 2011**

e. Other, if any

Randy Brink provided his report.

**14. ADJOURNMENT**

The Board of Directors meeting was adjourned at 2:00 p.m.

*Horsemens Page for Purses Generated vs Purses Paid*

	<b>Purses Generated</b> (after deductions)	<b>+</b> <b>Additional Purses</b>	<b>Purses - Paid inc.</b>	<b>=</b> <b>Over/Under Payment</b> (week only)	
					-531,479.00
12/20/10 - 12/26/10	9,404.89	0.00	0	9,404.89	-522,074.11
12/27/10 - 01/02/11	91,980.10	5,578.65	93,210	4,348.75	-517,725.37
01/03/11 - 01/09/11	91,363.88	10,384.50	100,550	1,198.38	-516,526.99
01/10/11 - 01/16/11	89,423.07	8,655.44	94,000	4,078.51	-512,448.49
01/17/11 - 01/23/11	76,254.32	7,331.66	88,308	-4,721.53	-517,170.01
01/24/11 - 01/30/11	80,847.84	3,514.23	83,460	902.07	-516,267.94
<b>Dec/Jan Monthly Total</b>	<b>439,274.10</b>	<b>35,464.46</b>	<b>459,528</b>	<b>15,211.06</b>	
01/31/11 - 02/06/11	97,859.40	12,403.48	89,410	20,852.88	-495,415.06
02/07/11 - 02/13/11	98,383.89	17,029.81	108,010	7,403.69	-488,011.37
02/14/11 - 02/20/11	94,138.79	10,726.06	91,670	13,194.84	-474,816.53
02/21/11 - 02/27/11	97,366.99	12,655.83	99,770	10,252.81	-464,563.72
<b>February Monthly Total</b>	<b>387,749.06</b>	<b>52,815.17</b>	<b>388,860</b>	<b>51,704.23</b>	
02/28/11 - 03/06/11	109,396.66	17,166.70	95,270.00	31,293.36	-433,270.35
03/07/11 - 03/13/11	94,792.28	9,719.59	97,090.00	7,421.87	-425,848.48
03/14/11 - 03/20/11	96,951.65	12,506.87	96,940.00	12,518.52	-413,329.96
03/21/11 - 03/27/11	0.00	0.00	0.00	0.00	-413,329.96
<b>March Monthly Total</b>	<b>301,140.60</b>	<b>39,393.16</b>	<b>289,300.00</b>	<b>51,233.75</b>	

<b>Starting Balance</b>					<b>-531,479.00</b>
MEET TOTAL	1,128,163.76	+	127,672.78	-	1,137,687.50 =
Current overpayment 03/20/11					<b>-413,329.96</b>

<b>Additional Funds:</b>	<b>Estimated</b>	<b>Actual</b>
1 Cal Expo Contribution	175,000.00	
2 SCOTWINC Excess 6%	70,000.00	
3 Estimated AB480 Refund	7,000.00	
4 Estimated Outs Refund	30,000.00	
5 CHHA Outstanding Funds	15,800.00	
6 Estimated 2011 Break 8/16	125,000.00	
7 Additional CHHA Funds Due	36,004.00	
	458,804.00	0

## **Robert E. (Bob) Gilbert**

Bob Gilbert was born November 7, 1923 in Oakdale in the home he now lives in. He attended Oakdale Elementary and High Schools.

Bob is the only surviving child of Emma and Amos Lawrence Gilbert. He currently works full time and is Chairman of the Board of Directors of A. L. Gilbert Company which was established November 1<sup>st</sup>, 1892, 118 years ago, by his father; A. L. Gilbert. It is the oldest Still-In-The-Family-Business in Stanislaus County. A. L. Gilbert Company was inducted into the State of California Agricultural Heritage Club in 2005.

Bob was a freshman at Modesto Junior College on December 7, 1941. Following the attack on Pearl Harbor, he transferred to the University of California, Berkeley and enrolled in the V-1 and V-12 Naval Programs. He received his commission from the United States Naval Reserve Mid-Shipman School at Northwestern University in Chicago at age 20.

After completing graduate school at the Naval Gun Factory in Washington D.C. he was assigned to duty on a new battle cruiser; the USS Guam, which was being commissioned in Philadelphia. This flag ship served in the 3<sup>rd</sup>, 5<sup>th</sup>, 7<sup>th</sup>, and 9<sup>th</sup> Pacific Fleets, and accepted the surrender of the Japanese in Korea in August of 1945.

He returned to the United States on December 4, 1945 and married Beverly Stone on December 9<sup>th</sup>. They spent seven months in New Jersey while the battle cruiser was being mothballed.

Bob graduated from U. C., Berkeley under the G. I. Bill, receiving a B. S. in Agricultural Economics. In 1947 as a graduate student, he traveled over 4,000 miles covering the entire state of California. He spent seven days a week for six weeks with Professor Earl Storie, father of the Storie Soils Index, studying soil conditions which enable farmers to grow over 150 crops in California. He returned home in the fall of 1947, four months after his father died and joined the family business.

Bob discovered that agriculture was lacking in price enhancing marketing programs so he became involved in "END PRODUCT MARKETING". He has spent the last sixty years of his life as an advocate for agriculture. Over that time he worked

building personal relationships with both industry and government on behalf of farmers and livestock producers, such as:

- 1) California Department of Food and Agriculture, marketing and stabilization plans along with production cost studies.
- 2) USDA and several Secretaries of Agriculture including; Ezra Taft Benson, Earl Butz, Dick Lyng and Ann Veneman following trade policy, parity pricing and supply management programs.
- 3) Food and Drug Administration; new drug applications, safety and efficacy.
- 4) California Milk Advisory Board; allied industry support and awards.
- 5) California and National Cattlemen's Marketing Committees - conducting extensive research studies.
- 6) United States Congress, both House and Senate - working on key legislation and testifying in hearings.
- 7) Universities and research centers – throughout the United States.
- 8) Marketing Research for Hershey Chocolate, 1962-1966 – instrumental in their locating in California and Oakdale.

Some honors received include:

- 1) 1964 Honorary Farmer Degree from Modesto Junior College.
- 2) State Fair Grange Agriculture Day for contributions to milk pooling legislation.
- 3) Grand Marshall, Oakdale Rodeo Parade.
- 4) Rotary Paul Harris Fellowship, although not a Rotarian.
- 5) Western United Dairyman Award for Outstanding Support of California Dairy Farmers. Fifty years of economic testimony at CDFA hearings.
- 6) Oakdale Chamber of Commerce and City of Oakdale Lifetime Achievement Award.
- 7) California Dairy Campaign Award for dedication, strong leadership and unselfish giving.
- 8) National Ag Science Center – Received 2005 induction into the Agricultural Hall of Fame.

Religious Commitment:

- 1) Served eight years on the Commission of Ministry for the Episcopal Diocese of San Joaquin.
- 2) Supportive and active in a wide cross-section of Christian churches to further ecumenical causes.
- 3) Has received many honors and awards from various religious orders and fraternal bodies.

Bob has served on the Animal Science and Development Boards at the University of California, Davis. Currently, and for the past eighteen years, he has also served on the prestigious Advisory Board of the College of Natural Resources and Environmental Science at the University of California, Berkeley.

In 1992 on the 100<sup>th</sup> Anniversary of Oakdale High School, the "Hall of Fame" was established. Bob was among the first ten graduates ever honored for Outstanding Achievements and Exceptional Service.

Bob has traveled abroad extensively for the past forty years, visiting over ninety countries, some many times, studying production and marketing agriculture as globalization has developed. This includes attending the World Economic Forum in Davos, Switzerland.

Bob's wife, Beverly, has been an integral part of all that he has done over the past 65 years

Bob continues to be a well respected and active educator, business leader, patriot, politician, member of the laity, family man, student of and advocate for agriculture and an exemplary citizen of the United States and the world.



# CALIFORNIA EXPOSITION & STATE FAIR

Executive Committee Meeting Minutes  
Friday, March 25, 2011  
11:30 a.m.

## MINUTES

Committee Members Present:

Corny Gallagher, Chair  
Director Richard Cuneo  
Director Rick Stacey  
Director Amparo Pérez-Lemus

Staff Present:

General Manager/CEO (GM)  
Deputy General Manager (DGM)  
Assistant General Manager, Chief Financial Officer (AGM)  
Cal Expo Volunteer  
Recording Secretary

Norb Bartosik  
Brian May  
Dana McIlwain  
Randy Brink  
Linda Contreras

Chair Gallagher called the meeting to order at 11:30 a.m. and dispensed with reading the Mission Statement and Public Comments Statement.

Chair Gallagher reviewed the meeting minutes from February 25, 2011.

### **Motion:**

It was moved by Director Pérez-Lemus and seconded by Director Cuneo to accept and recommend to the Board for approval the Executive Committee Meeting Minutes for February 25, 2011 as mailed. **All in favor, motion carried.**

### NEW BUSINESS

1. None

### MATTERS OF INFORMATION

1. Staff Reports
  - a. Legislative Update

Chair Gallagher reported on the Legislative information received from Legislative Consultant Norm Towne.

Chair Gallagher and Director Nakase shared with the Committee a brief conversation each had with Governor Brown at a Western Growers/Farm Bureau reception.

Director Nakase said that she introduced herself to the Governor and told him that Cal Expo was looking for some legislative fixes to secure Cal Expo's future. The Governor expressed interest in helping.

When Chair Gallagher was introduced to the Governor a few minutes later, the Governor responded, "We need to fix Cal Expo".

Chair Gallagher reported that the financial contributors for Cattlemen's Day may relocate the event to the California Mid-State Fair in Paso Robles.

Chair Gallagher said he would be asking each Board Member to share their vision for Cal Expo at a Board meeting following receipt of the final report from Andy Plescia for the Cal Expo Renewal Project.

#### ADJOURNMENT

The Executive Committee meeting adjourned at 12:00 p.m.

# **CALIFORNIA EXPOSITION & STATE FAIR**

## **Horse Racing Committee Meeting Minutes**

Friday, March 25, 2011

10:30 a.m.

### **MINUTES**

#### **Committee Members Present:**

Steve Beneto, Chair  
Director Sonney Chong  
Director Rick Stacey

#### **Committee Members Absent:**

Director Cynthia Bryant

#### **Staff Present:**

General Manager/CEO (GM)  
Deputy General Manager (DGM)  
Assistant General Manager, Racing (AGM)  
Assistant General Manager, Chief Financial Officer (AGM)  
Admissions, Parking & RV Park Manager  
Recording Secretary

Norb Bartosik  
Brian May  
David Elliott  
Dana McIlwain  
Marcia Shell  
Linda Contreras

#### **Others Present:**

Legislative Consultant  
California Harness Horsemen's Association (CHHA)  
California Harness Horsemen's Association (CHHA)

Norm Towne  
Alan Horowitz  
Rocky Stidham

Chair Beneto called the meeting to order at 10:33 a.m. and dispensed with reading the Mission Statement and Public Comments Statement.

### **MATTERS OF INFORMATION**

#### **1. Staff Reports**

AGM Elliott distributed an updated *"Horsemens Page for Purses Generated vs Purses Paid"* Report (HR 3). A copy is attached and made part of the record.

There is an error on report HR 1, the figures noted on the Difference line for the Avg. Daily Handle is \$14, 243 and the Commissions is \$239,166.

AGM Elliott reviewed his Staff Report included in the Board packet. The overpayment is now at \$413,000

A discussion ensued about preventing an overpayment in the future once the overpayment reaches a zero balance.

A Racing Profit & Loss Statement will be presented at the April Meeting.

## ADJOURNMENT

The Horse Racing Committee meeting adjourned at 11:00 a.m.

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## **CALIFORNIA EXPOSITION & STATE FAIR**

Ad-hoc Legislative Committee Meeting Minutes  
Friday, March 25, 2011  
10:00 a.m.

Committee Members Present:

Rex Hime, Chair  
Director Steve Beneto

Staff Present:

General Manager/CEO (GM)

Deputy General Manager, (DGM)

Assistant General Manager, Chief Financial Officer (AGM)

Recording Secretary

Norb Bartosik

Brian May

Dana McIlwain

Linda Contreras

Others Present:

Legislative Consultant

Norm Towne

Chair Hime started the meeting at 10:00 a.m.

Legislative Consultant Norm Towne reviewed a series of bills including AB 95, AB 1204, SB 40 and SB 45.

AB 95, signed by the Governor, eliminated the \$32 million in Fair Funding. The bill takes effect immediately since it's a trailer bill to the 2010/11 budget.

AB 1204, Dickinson, is the Cal Expo bill reviewed with the Board last month. Intent language has been drafted and submitted to Legislative Counsel. It's also been reviewed with Brian Kelly of Senator Steinberg's office. Mr. Kelly expressed a concern with the language addressing the terms of the Board Members, saying that the Senator could not support this because of the precedent setting nature.

Chair Hime said he would meet with Mr. Kelly to discuss the Senator's concerns.

SB 40 and 45 would authorize internet gambling which could further diminish horse racing wagering.

The meeting adjourned at 10:30 a.m.